

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

iSun, Inc., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-11144 (TMH)

(Jointly Administered)

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING ON  
AUGUST 12, 2024, AT 2:00 PM (ET), 5<sup>TH</sup> FLOOR, COURTROOM 4**

**THIS PROCEEDING WILL BE CONDUCTED IN-PERSON.**

**ALL COUNSEL AND WITNESSES ARE EXPECTED TO ATTEND UNLESS PERMITTED TO APPEAR REMOTELY VIA ZOOM. PLEASE REFER TO JUDGE HORAN'S CHAMBERS PROCEDURES AND THE COURT'S WEBSITE ([HTTP://WWW.DEB.USCOURTS.GOV/ECOURT-APPEARANCES](http://www.deb.uscourts.gov/ecourt-appearances)) FOR INFORMATION ON WHO MAY PARTICIPATE REMOTELY, THE METHOD OF ALLOWED PARTICIPATION (VIDEO OR AUDIO), JUDGE HORAN'S EXPECTATIONS OF REMOTE PARTICIPANTS, AND THE ADVANCE REGISTRATION REQUIREMENTS.**

**REGISTRATION IS REQUIRED BY 4:00 P.M. (ET) THE BUSINESS DAY PRIOR TO THE HEARING USING THE ECOURT APPEARANCES TOOL AVAILABLE ON THE COURT'S WEBSITE**

**MATTER GOING FORWARD:**

1. Debtors' Motion For Entry Of Orders (A) (I) Approving Bid Procedures In Connection With The Sale Of Substantially All Of The Debtors' Assets, (II) Scheduling An Auction And A Sale Hearing, (III) Approving The Form And Manner Of Notice Thereof, (IV) Authorizing The Debtors To Enter Into The Stalking Horse Agreement, (V) Approving Procedures For The Assumption And Assignment Of Contracts And Leases, And (VI) Granting Related Relief; And (B) (I) Approving The Purchase Agreement; (II) Approving The Sale Of Substantially All Of The Debtors' Assets Free And Clear;

<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four (4) digits of their federal tax identification numbers, are: (i) iSun, Inc. ("iSun") (0172) (ii) Hudson Solar Service, LLC ("Hudson") (1635); (iii) Hudson Valley Clean Energy, Inc. ("Hudson Valley") (8214); (iv) iSun Corporate, LLC ("iSun Corporate") (4391); (v) iSun Energy, LLC ("iSun Energy") (1676); (vi) iSun Industrial, LLC ("iSun Industrial") (4333); (vii) iSun Residential, Inc. ("iSun Residential") (3525); (viii) iSun Utility, LLC ("iSun Utility") (4411); (ix) Liberty Electric, Inc. ("Liberty") (8485); (x) Peck Electric Co. ("Peck") (5229); (xi) SolarCommunities, Inc. ("SolarCommunities") (7316); and (xii) Sun CSA 36, LLC ("Sun CSA") (7316); (collectively referred to as the "Debtors"). The Debtors' mailing address is: 400 Avenue D, Suite 10 Williston, Vermont 05495, with copies to Gellert Seitz Busenkell & Brown LLC, Attn: Michael Busenkell, 1201 N. Orange Street, Suite 300, Wilmington, DE 19801.

(III) Approving The Assumption And Assignment Of Contracts And Leases; And (IV) Granting Related Relief [[D.I. 65](#); Filed June 7, 2024].

Related Documents:

- A. Order (A) (I) Approving Bid Procedures In Connection With The Sale Of Substantially All Of The Debtors Assets, (II) Scheduling An Auction And A Sale Hearing, (III) Approving The Form And Manner Of Notice Thereof, (IV) Authorizing The Debtors To Enter Into The Stalking Horse Agreement, (V) Approving Procedures For The Assumption And Assignment Of Contracts And Leases, And (VI) Granting Related Relief; And (B) (I) Approving The Purchase Agreement; (II) Approving The Sale Of Substantially All Of The Debtors Assets Free And Clear; (III) Approving The Assumption And Assignment Of Contracts And Leases; And (IV) Granting Related Relief [[D.I. 183](#); Entered July 10, 2024].
- B. Notice of Sale by Auction, Sale Hearing, and Designation of Stalking Horse Bidder [[D.I. 184](#); Filed July 10, 2024].
- C. Notice of Potential Contract Assumption and Assignment [[D.I. 185](#); Filed July 10, 2024].
- D. Amended Notice of Potential Contract Assumption and Assignment [[D.I. 186](#); Filed July 11, 2024].
- E. Certificate of Mailing for D.I. 183, 184 and 185 [[D.I. 188](#); Filed July 12, 2024].
- F. Supplemental Notice of Potential Contract Assumption and Assignment [[D.I. 226](#); Filed July 18, 2024].
- G. Second Supplemental Notice of Potential Contract Assumption and Assignment [[D.I. 230](#); Filed July 19, 2024].
- H. Second Amended Notice of Potential Contract Assumption and Assignment [[D.I. 233](#); Filed July 22, 2024].
- I. Notice of Successful Bidder and Cancellation of Auction [[D.I. 269](#); Filed July 23, 2024].
- J. Notice of Filing of Proposed Sale Order [[D.I. 286](#); Filed July 24, 2024].
- K. Witness and Exhibit List of Nautilus Solar for the Sale Hearing Scheduled for July 30, 2024 at 2:00 p.m. (Prevailing Eastern Time) [[D.I. 287](#); Filed July 24, 2024].

- L. Affidavits of Publication Regarding Notice Of Sale By Auction, Sale Hearing, And Designation Of Stalking Horse Bidder [[D.I. 289](#); Filed July 25, 2024].
- M. Notice of Adjournment of Sale Hearing [[D.I. 314](#); Filed July 26, 2024].
- N. Third Supplemental Notice of Potential Contract Assumption and Assignment [[D.I. 321](#); Filed July 30, 2024].
- O. Declaration of Richard F. Nejame In Support of Debtors' Selection of Successful Bidder and The Proposed Sale Transaction [[D.I. 337](#); Filed August 7, 2024].
- P. Debtors' Omnibus Reply In Response to The Objections to The Sale Motion and The Notices of Potential Contract Assumption and Assignment [[D.I. 338](#); Filed August 7, 2024].
- Q. Declaration of Rob Vanderbeek In Support of Debtors' Selection of Successful Bidder and The Proposed Sale Transaction [[D.I. 339](#); Filed August 8, 2024].
- R. Notice Of Debtors' Intent to Offer Witness Testimony and Exhibits at The Hearing Scheduled For August 12, 2024, At 2:00 P.M. (ET) [[D.I. 340](#); Filed August 8, 2024].
- S. Witness and Exhibit List of Nautilus Solar For The Sale Hearing Scheduled For August 12, 2024, At 2:00 P.M. (Prevailing Eastern Time) [[D.I. 341](#); Filed August 8, 2024].

Objection/Response Deadline: July 23, 2024 at 4:00 pm (ET) with respect to the Sale. Extended to July 24, 2024 at 5:00 pm (ET) for NBT.

Responses Received:

- T. Objection and Reservation of Rights of ReArch Company to the Cure Amounts Proposed in the Debtors Amended Notice of Potential Contract Assumption and Assignment (the "ReArch Objection") [[D.I. 251](#); Filed July 23, 2024].
- U. Contract Objection and Reservation of Rights of BNRG Renewables Limited With Respect to Debtors' Amended Notice of Potential Contract Assumption and Assignment-and-Objection and Reservation of Rights of BNRG Renewables Limited With Respect to Debtors' Motion for Entry of Sale Order (the "BNRG Objection") [[D.I. 252](#); Filed July 23, 2024].

- V. Objection of Fusion Renewable NA, LLC, Fusion Renewable, LLC, ER Kendall Hill Solar, LLC and ER Waite Cemetery Solar, LLC to Assumption and Assignment (the “Fusion Objection”) [[D.I. 256](#); Filed July 23, 2024].
- W. Objection of Tesla, Inc. to Debtors' Proposed Cure Amount and Accompanying Reservation of Rights (the “Tesla Objection”) [[D.I. 259](#); Filed July 23, 2024].
- X. Limited Objection and Reservation of Rights of Unsworth Properties, LLC to the Potential Assumption of Unexpired Lease [[D.I. 260](#); Filed July 23, 2024] (the “Unsworth Objection”).
- Y. Objection of Nautilus Solar to Sale, Proposed Contract Assumption and Assignment, Proposed Cure, and Adequate Assurance of Future Performance (the “Nautilus Objection”) [[D.I. 261](#); Filed July 23, 2024].
- Z. Limited Objection to and Reservation of Rights of Merchants National Bonding Company, Inc. and Great Midwest Insurance Company Regarding Debtors (I) Notice of Potential Contract Assumption and Assignment [Dkt. No. 185], (II) Amended Notice of Potential Contract Assumption and Assignment [Dkt. No. 186], (III) Supplemental Notice of Potential Contract Assumption and Assignment [Dkt. No. 226], (IV) Second Supplemental Notice of Potential Contract Assumption and Assignment [Dkt. No. 230], (V) Second Amended Notice of Potential Contract Assumption and Assignment [Dkt. No. 233], and (VI) Sale of Assets (the “Sureties Objection”) [[D.I. 262](#); Filed July 23, 2024].
- AA. Encore Redevelopment, LLC's Limited Objection to Debtors' Sale Motion and Reservation of Rights (the “Encore Objection”) [[D.I. 263](#); Filed July 23, 2024].
- BB. Ford Motor Credit Co.'s Objections to Confirmation Of Chapter 11 Plan and Sale (the “Ford Objection”) [[D.I. 270](#); Filed July 23, 2024].
- CC. Ally Bank's Objection to Confirmation of Chapter 11 Plan and Sale (the “Ally Objection”) [[D.I. 271](#); Filed July 23, 2024].
- DD. Objection of Cedar Advance, LLC to Debtors' Motion for Sale of Property Free and Clear of Liens (the “Cedar Objection”) [[D.I. 272](#); Filed July 23, 2024].
- EE. Limited Objection and Reservation of Rights of Opsun Systems Inc. to the Debtors' Sale of Assets to the Successful Bidder (the “Opsun Objection”) [[D.I. 274](#); Filed July 23, 2024].

FF. Supplemental Objection to Assumption and Assignment by Fusion Renewable NA, LLC, Fusion Renewable, LLC, ER Kendall Hill Solar, LLC, and ER Waite Cemetery Solar, LLC (the “Fusion Objection”) [[D.I. 281](#); Filed July 24, 2024].

GG. Amended Objection of Fusion Renewable NA, LLC, Fusion Renewable, LLC, ER Kendall Hill Solar, LLC and ER Waite Cemetery Solar, LLC to Assumption and Assignment (the “Fusion Objection”) [[D.I. 288](#); Filed July 25, 2024].

HH. NBT Bank, N.A.'s Objection to the Debtors' Motion (the Sale Motion) for Order (I) Approving the Purchase Agreement; (II) Approving the Sale of Substantially all of the Debtors Assets Free and Clear; (III) Approving the Assumption and Assignment of Contracts and Leases; and (IV) Granting Relating Relief (the “NBT Objection”) [[D.I. 291](#); Filed July 25, 2024].

II. Supplement of Encore Redevelopment, LLC to Limited Objection to Debtors' Sale Motion and Reservation of Rights (the “Encore Objection”) [[D.I. 296](#); Filed July 25, 2024].

JJ. Maple SETF, LLC's Joinder to Encore Redevelopment, LLC's Limited Objection to Debtors' Sale Motion and Reservation of Rights [[D.I. 263](#)] and Encore Redevelopment, LLC's Supplement to Limited Objection to Debtors' Sale Motion and Reservation of Rights (the “Maple Joinder”) [[D.I. 296](#)] [[D.I. 312](#); Filed July 26, 2024].

KK. Limited Objection of Merchants Fleet to Debtors' Sale Motion and Reservation of Rights (the “Merchants Fleet Objection”) [[D.I. 331](#); Filed August 5, 2024].

LL. Amended Objection of NBT Bank, N.A., to the Debtors' Motion for Order (I) Approving the Purchase Agreement; (II) Approving the Sale of Substantially all of the Debtors Assets Free and Clear; (III) Approving the Assumption and Assignment of Contracts and Leases; and (IV) Granting Relating Relief (the “NBT Objection”) [[D.I. 333](#); Filed August 5, 2024].

MM. Supplement to Objection to Assumption and Assignment by Fusion Renewable, NA, LLC (the “Fusion Objection”) [[D.I. 335](#); Filed August 6, 2024].

Status: This matter is going forward. Below are details regarding the status of the individual objections:

The ReArch Objection: It is Debtors’ understanding that the ReArch Agreement is not being assumed and assigned under the Stalking Horse Agreement, and therefore, the ReArch Objection is moot.

The BNRG Objection: The Stalking Horse and BNRG are currently in discussions regarding language to be included in the Proposed Sale Order resolving the remaining issue in the BNRG Objection.

The Fusion Objection: It is Debtors' understanding that the Fusion EPC Agreements are not being assumed and assigned to the Stalking Horse, and the Fusion Objection as to the agreements is moot. Further, it is Debtors' understanding that the Stalking Horse and Fusion are in discussions regarding a resolution of the Fusion Objection.

The Tesla Objection: It is Debtors' understanding that Stalking Horse and Tesla are discussing a potential resolution

The Unsworth Objection: Debtors believe that the Unsworth Objection has been resolved.

The Nautilus Objection: The Stalking Horse and Nautilus are currently in discussions regarding language to be included in the Proposed Sale Order resolving the remaining issue in the BNRG Objection.

The Sureties Objection: The Debtors, the Stalking Horse and the Sureties are currently in discussions regarding language to be included in the Proposed Sale Order resolving the issues in the Sureties Objection.

The Encore Objection: It is Debtors' understanding that the Stalking Horse and Encore are in discussions regarding a resolution of the Encore Objection

The Ford Objection: The Stalking Horse has been in contact with counsel to Ford, and the parties are working on language to include in the Proposed Sale Order that will resolve the Ford Objection.

The Ally Objection: The Stalking Horse has been in contact with counsel to Ally, and the parties are working on language to include in the Proposed Sale Order that will resolve the Ally Objection.

The Cedar Objection: This objection is going forward.

The Opsun Objection: Debtors have confirmed that the assets referred to in the Opsun Objection are not being acquired and the purported agreement in the Opsun Objection is not being assumed and assigned to the Stalking Horse. As such, Debtors believe the Opsun Objection is moot.

The NBT Objection: It is Debtors' understanding that the Stalking Horse and NBT are currently discussing the terms of the assumption of the NBT debt, which if agreed upon, will resolve NBT's objection.

The Maple Joinder: It is Debtors' understanding that the Maple Joinder will be resolved in the event that the Encore Objection is resolved.

The Merchants Fleet Objection: Debtors have confirmed that the vehicles leased from Merchants Fleet and the services agreement with Merchants Fleet are not being assumed and assigned to the Stalking Horse. As such Debtors believe the Merchants Fleet Objection is moot.

## **ADJOURNED MATTERS**

2. Motion of Debtors to Approve Procedures For The Settlement Of Certain Accounts Receivables [[D.I. 99](#); Filed June 24, 2024].

Related Documents: None.

Objection/Response Deadline: July 8, 2024, at 4:00 pm (ET). Extended to July 19, 2024 for Merchants National Bonding Company, Inc. and Great Midwest Insurance Company.

Responses Received:

- A. Limited Objection and Reservation of Rights of Merchants National Bonding Company, Inc. and Great Midwest Insurance Company to Debtors' Motion to Approve Procedures for the Settlement of Certain Accounts Receivables [[D.I. 229](#); Filed July 19, 2024].

Status: This matter is adjourned to September 12, 2024.

Dated: August 8, 2024

GELLERT SEITZ BUSENKELL &  
BROWN, LLC

/s/ Michael Busenkell

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